

9/27/11 9:50:07  
DK T BK 3,346 PG 175  
DESOTO COUNTY, MS  
W.E. DAVIS, CH CLERK

**THIS INSTRUMENT WAS PREPARED BY AND  
AFTER RECORDING RETURN TO:**

Lesley Brown  
GE Capital Franchise Finance Corporation  
8377 East Hartford Drive, Suite 200  
Scottsdale, AZ 85255

**ASSIGNMENT AND ASSUMPTION OF DEED OF TRUST**

THIS ASSIGNMENT AND ASSUMPTION OF DEED OF TRUST (this "*Agreement*") is made and entered into as of September 15, 2011, by and between the Assignor and Assignee named below with respect to the following described deed of trust (such deed of trust, as it may have been previously amended, to the extent, if any, described below, being referred to herein as the "*Deed of Trust*") encumbering the real property described on *Exhibit A*:

Document Name and Parties	Recording Information
Deed of Trust and Assignment of Rents and Fixture Filing (Amended and Restated), dated November 1, 2002 (which amended and restated that certain Deed of Trust, Assignment of Rents and Leases, and Fixture Filing dated January 20, 2000 recorded in Book 1183, Page 779 in the records of De Soto County, State of Mississippi).  <b>TRUSTOR:</b> Robden Enterprises, Inc., an Arkansas corporation, whose mailing address is 7935 Craft Goodman Road, Olive Branch, Mississippi 38654.  <b>ASSIGNEE:</b> GE CAPITAL COMMERCIAL OF UTAH LLC, a Delaware limited liability company, whose mailing address is 8377 East Hartford Drive, Suite 200, Scottsdale, AZ 85255.	Recorded May 12, 2004, in Book 1987, Page 112, records of De Soto County, State of Mississippi.
The Deed of Trust described above has been amended by the following described document(s):	
Assignment of Deed of Trust dated October 10, 2003 from PFFC Funding, LLC, as assignor, to Wachovia Bank, National Association, as assignee	Recorded May 27, 2004 in Book 1997, Page 100, records of De Soto County, State of Mississippi.
Assignment of Deed of Trust dated November 19, 2003 from Wachovia Bank, National Association, as assignor, to DBNC Peach LLC, as assignee	Recorded June 14, 2004 in Book 2008, Page 622, records of De Soto County, State of Mississippi.

MS Valley  
GEFF smartDocs Form 6016  
4/5/11  
4850-9665-9978.2

Asset No(s): 054720  
Southaven, MS

4

Modification to Deed of Trust and Assignment of Rents and Fixture Filing (Amended and Restated), dated March 1, 2006.	Recorded April 17, 2006, in Book 2452, page 488, records of De Soto County, State of Mississippi.
Assignment of Deed of Trust dated December 20, 2007 from DBNC Peach LLC, as assignor, to General Electric Capital Corporation, as assignee.	Recorded June 9, 2011 in Book 3310, Page 309, records of De Soto County, State of Mississippi.


**FOR VALUE RECEIVED, GENERAL ELECTRIC CAPITAL CORPORATION**, a Delaware corporation ("**Assignor**") hereby sells, assigns, sets over, conveys and delivers to **GE CAPITAL COMMERCIAL OF UTAH LLC**, a Delaware limited liability company ("**Assignee**"), as Beneficiary, all of Assignor's right, title and interest as Beneficiary, lender and secured party in and to the Deed of Trust. Assignee hereby accepts this assignment and assumes and agrees to be bound by and to perform all of Assignor's obligations, duties and liabilities in, to and under the Deed of Trust. This Agreement shall be binding on and shall inure to the benefit of Assignor's and Assignee's respective successors and assigns.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties have executed this Assignment as of the date shown above.

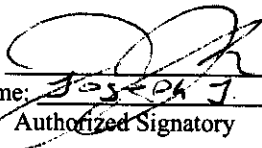
**ASSIGNOR:**

**GENERAL ELECTRIC CAPITAL  
CORPORATION**, a Delaware corporation

By:   
Printed Name: Joseph J. Eichler  
Its: Authorized Signatory

**ASSIGNEE:**

**GE CAPITAL COMMERCIAL OF UTAH LLC**,  
a Delaware limited liability company

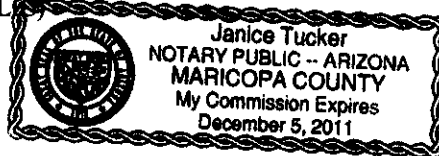
By:   
Name: Joseph J. Eichler  
Its: Authorized Signatory

STATE OF AZ

COUNTY OF MARICOPA

Personally appeared before me, the undersigned authority in and for the said county and state, on this 15 day of Sept, 2011, within my jurisdiction, the within named Joseph J. Eichler, who acknowledged that (he)(she) is Authorized Signatory of **GENERAL ELECTRIC CAPITAL CORPORATION**, a Delaware corporation, and that for and on behalf of the said corporation, and as its act and deed (he)(she) executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

Janice Tucker (NOTARY PUBLIC)  
My commission expires:  
12-5-11

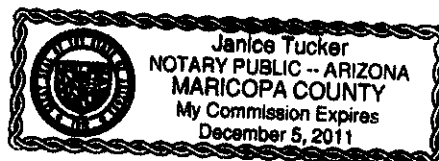


STATE OF AZ

COUNTY OF MARICOPA

Personally appeared before me, the undersigned authority in and for the said county and state, on this 15 day of Sept, 2011, within my jurisdiction, the within named Joseph J. Eichler, who acknowledged that (he)(she) is Authorized Signatory of **GE CAPITAL COMMERCIAL OF UTAH LLC**, a Delaware limited liability company, and that for and on behalf of the said limited liability company, and as its act and deed (he)(she) executed the above and foregoing instrument, after first having been duly authorized by said limited liability company so to do.

Janice Tucker (NOTARY PUBLIC)  
My commission expires:  
12-5-11



## EXHIBIT A

The following described real property which is located in De Soto County, State of Mississippi:

Lot 1, Midesha Subdivision as shown on Plat of record in Plat Book 50, Page 23, in the Chancery Clerk's Office of DeSoto County, Mississippi, to which plat reference is made for a more particular description of said property, and which property is described in metes and bounds as follows:

BEGIN AT THE SOUTHWEST CORNER OF LOT 2 OF MIDESHA SUBDIVISION (PLAT BOOK 50, PAGE 23) SOUTHAVEN, DESOTO COUNTY, MISSISSIPPI; THENCE NORTH 89 DEGREES 29 MINUTES 25 SECONDS EAST 221.03 ALONG THE SOUTHERLY LINE OF LOT 2 OF SAID SUBDIVISION TO AN IRON PIN (FOUND); THENCE SOUTH 02 DEGREES 45 MINUTES 37 SECONDS WEST 161.71 FEET ALONG THE WESTERLY LINE OF TRUSTMARK BANK PROPERTY TO AN IRON PIN (FOUND) IN THE NORTHERLY RIGHT-OF-WAY LINE OF GOODMAN ROAD; THENCE SOUTH 89 DEGREES 29 MINUTES 22 SECONDS WEST 184.00 FEET ALONG SAID RIGHT-OF-WAY TO A POINT; THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 30.00 FEET AND A DELTA ANGLE OF 90 DEGREES 56 MINUTES 51 SECONDS AND A ARC LENGTH OF 47.62 FEET AND A CHORD BEARING OF NORTH 45 DEGREES 00 MINUTES 11 SECONDS WEST AND CHORD DISTANCE OF 42.75 FEET TO A POINT IN THE EASTERLY RIGHT-OF-WAY LINE OF MOORE DRIVE (68' R.O.W.); THENCE NORTH 00 DEGREES 25 MINUTES 53 SECONDS EAST 130.87 ALONG SAID RIGHT-OF-WAY TO THE POINT OF BEGINNING CONTAINING 0.80, MORE OR LESS, ACRES (34,965 SQUARE FEET) OF LAND BEING SUBJECT TO ALL CODES, REGULATIONS, REVISIONS, RESTRICTIONS, EASEMENTS AND RIGHT-OF-WAYS OF RECORD.

Indexing Instructions:

SE 1/4 Section 25, Township 1 South, Range 8 West